



**Russell Library Board of Trustees Meeting
Tuesday, December 15, 2015**

Present: Trustees Berlind, Greenberg, Markot, Nelson, Sanders, Santostefano, Thazhampallath, Zakarian, Zawisky; also Director Meyers, Interim Assistant Director Tully

Excused: Trustees Becker, Hadley, Russell, and Wisneski

Also Present: Robert Kirkpatrick from the Finance Committee to present on a specific Finance Committee matter

I. **Call to Order:** President Thazhampallath called the meeting to order at 7:05 p.m.

II. **Public Comments:** None.

III. Approval of Minutes:

- a) It was moved (Trustee Greenberg) and seconded (Trustee Zakarian) to approve the minutes of the October 20 Board Meeting. **The motion passed with one abstention.**
- b) It was moved (Trustee Greenberg) and seconded (Trustee Zawisky) to approve the minutes of the December 1, 2015 meeting. **The motion passed with one abstention.**
- c) It was moved (Trustee Greenberg) and seconded (Trustee Zawisky) to approve the minutes of the December 2, 2015 Board Meeting, with the correction of a capital F in item VI and the reversal of items VII and VIII, which were out of chronological order. **The motion passed unanimously.**

IV. Executive Session:

- a) It was moved (Trustee Greenberg) and seconded (Trustee Zakarian) to enter Executive Session at 7:10 p.m. **The motion passed unanimously.**
- b) Exit Executive Session: It was moved (Trustee Santostefano) and seconded (Trustee Nelson) to exit Executive Session at 7:15 p.m. **The motion passed unanimously.**

V. **Agenda Revision:** It was moved (Trustee Zakarian) and seconded (Trustee Markot) to add item XI (motion to accept the Union Agreement) to the agenda. **The motion passed unanimously.**

VI. Reports

a) Finance and Audit:

- i. Robert Kirkpatrick of the Finance Committee gave an account of a recent meeting with Essex Financial Services, the firm that manages the Russell Library Company endowment. The Connecticut State Banking Commission has taken action against John Rafal, the former CEO of EFS, due to the payment of a referral fee to a lawyer who was not a licensed financial advisor. Under Connecticut law, this is illegal. Both Mr. Rafal and EFS have been fined. Mr. Rafal has received a Wells Notice indicating that further investigations will be made. Mr. Rafal has been terminated from EFS by the parent company of the firm. The Finance Committee is charged with exploring the culture of EFS to determine if it will be necessary to find a new firm to manage the Russell Library Company endowment. It was noted that it is standard practice to review the performance of a financial firm every five years.
- ii. Director Meyers noted that the new auditor has informed the Board that state law with regard to tracking the income from separate funds within an endowment has changed and that the Board will need about an hour of legal work to clear up the situation in order to have a “clean audit,” essential for receiving grant money. The Board authorized the Director to contact a law firm.
- iii. The City Operating and Company budgets will be discussed later in the meeting.

- b) Director's Report:** Trustee Sanders noted Director Meyers' involvement with the Central Business Bureau as an example of community outreach of Russell Library. Director Meyers highlighted the following items in his report: information about the Employee Assistance Program was distributed to staff for wider awareness of the program; ergonomic assessment of staff workstations has been carried out where problems had been identified; and a pre-construction meeting was held with the architect, contractor, and Head of Facilities and Security for Phase 2 of the Renovation and Repair project.

- c) **Assistant Director's Report:** Interim Assistant Director Tully referred to her recommendations and emphasized the need for personnel to back up the financial operations performed by Administrative Assistant Lynn Harlow and the discipline and management matters handled by the Assistant Director. She and Director Meyers urged the Board to plan to hire an Assistant Director as soon as possible, even if it means temporarily reducing services in order to find the money. Trustee Greenberg mentioned the possible need for a transition team.
- d) **Policy Committee:** Trustee Markot reported that the Policy Committee will begin work in January on the Whistle Blower policy, Naming Policy, and Company Bylaws.
- e) **Exterior Renovation Committee:** Trustee Nelson reported that Phase 2 of the exterior work has begun and should take from three to four months.
- f) **Personnel Committee:** Trustee Berlind reported that the Search Committee's finalists have been interviewed by the Board and that the Board has decided on a new Library Director; a contract is being worked on and will be signed before the end of the month. A formal announcement will come in early January.

VII. Old Business:

- a) After discussion, it was moved (Trustee Markot) and seconded (Trustee Santostefano) to authorize Director Meyers to request **LoCIP funds** from the City for a replacement computer server, a new boiler, an upgraded security system, and upgraded lighting for a total of \$59,000. **The motion passed unanimously.**

VIII. New Business:

- a) It was moved (Trustee Berlind) and seconded (Trustee Sanders) to hire a law firm to update the method for tracking income from endowment funds in accordance with recent changes in state law. **The motion passed unanimously.**
- b) Director Meyers distributed the Union Agreement for Library staff stating that Julia Lee, union representative for the staff, and other staff members had reviewed it carefully. It was moved (Trustee Sanders) and seconded (Trustee Santostefano) to approve the Union Agreement. **The motion passed with one abstention.**

- c) Director Meyers gave a brief overview of the operating budget for FY 17 showing its alignment with goals from the strategic plan and that changes reflect trends over the past few years. For example, less hard copy media is needed and more downloadables are in the budget. The budget will be adjusted as the City makes known the parameters for FY 17.
- d) A new committee line-up was distributed. Board members were asked to review and consider any new assignments or adjustments they would like. Also the recommendation was made to consolidate Exterior Renovations into the Facilities Committee.
- e) Trustee Sanders congratulated President Thazhampallath and Interim Assistant Director Tully for pulling together the very successful celebration last month in honor of retiring Director Meyers.

IX. It was moved (Trustee Santostefano) and seconded (Trustee Nelson) to adjourn the meeting at 9:05 p.m. The motion passed unanimously.

The next Board Meeting will take place on Tuesday, January 19, 2016.

Respectfully Submitted,

Wendy Berlind, Secretary